

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

CASE NO.: 02-61191-CIV-HUCK

MERRILL LYNCH BUSINESS FINANCIAL
SERVICES, INC.

Plaintiff,

v.

FRANK L. AMODEO and JAMES
SADRIANNA,

Defendants.

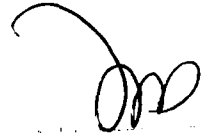
AFFIDAVIT

STATE OF FLORIDA }
 } ss.
COUNTY OF ORANGE }

I, FRANK L. AMODEO, having been first been placed under oath swear and
affirm as follows:

1. Affiant is older than eighteen years and a defendant in the instant case.
2. Affiant has personal knowledge of the facts set forth in this affidavit.
3. Affiant is a resident of Orange County.
4. James Sadrianna is a resident of Orange County.
5. Neither affiant nor James Sadrianna were present in Fort Lauderdale, Broward

County, or the Southern District of Florida during the period in which purportedly
tortuous transfers allegedly occurred.



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6. All the books and records of the various entities listed in the Complaint (Smith International Enterprises, Inc., and Signature Graphics, Inc.) are located in Orange County.

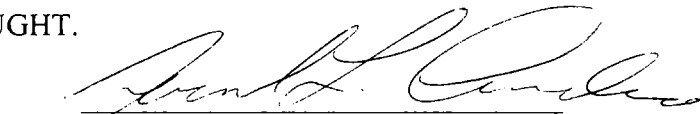
7. The alleged transferees of paragraph 16 of the Complaint are located in Orange County, Florida.

8. The officers and directors of Signature Graphics, Inc. reside in Orange County.

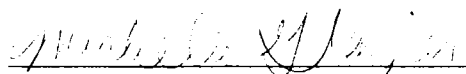
9. Merrill Lynch and its counsel have offices in Orange County, Florida.

10. In light of the related bankruptcy case pending in the Middle District of Florida, Orlando Division Bankruptcy Court, the presence of witnesses in Orange County, Florida, the location of documents in Orange County, Florida, the residency of the defendants in Orange County, Florida, the place of businesses of the plaintiff and its counsel in Orange County, Florida, and the applicability of venue in Orange County, Florida, transfer of this case to the United States District Court for the Middle District of Florida, Orlando Division, would serve as both the most proper and the most convenient forum for the trial of this action.

FURTHER AFFIANT SAYETH NAUGHT.


Frank L. Amodeo
Affiant

Sworn to or subscribed before me by FRANK L. AMODEO, who first took an oath on October 17, 2002, and who is personally known to me or produced the following identification: _____.


Notary Public, State of Florida

Seal:



Michelle Glazier
Commission # DD125220
Expires June 12, 2006